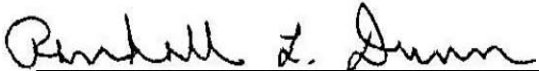


Below is an Order of the Court.


RANDALL L. DUNN
U.S. Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON

In re) Case No. 16-30406-rld11
)
SeaPort Airlines, Inc.,) ORDER FOR THE EMPLOYMENT OF
) PROFESSIONAL FOR
) DEBTOR-IN-POSSESSION - Special Counsel -
) Barran Liebman LLP (Nelson D. Atkin, II)
Debtor-in-Possession.)

THIS MATTER having come before the court upon the application of Debtor-in-Possession, SeaPort Airlines, Inc., ("Debtor"), praying for authority to employ and appoint the firm of Barran Liebman LLP (Nelson D. Atkin, II) (the "Professional") as the estate's special counsel to advise Debtor on employment issues, including (as a precaution) defense of an OSHA complaint filed by Robert McKinney (Debtor's former President) alleging constructive termination, which is denied by Debtor; that Professional represents no interest adverse to the Debtor as Debtor-in-Possession herein, or to the estate, (except as disclosed in the Rule 2014 Verified Statement on file herein) on the matters upon which the Professional is to be engaged, that the Professional's employment is necessary and

would be in the best interest of the estate, and the Court being otherwise fully advised, it is hereby

ORDERED as follows:

1. Debtor is authorized to employ the Professional as special counsel;
2. Compensation shall be set by the Court in accordance with 11 U.S.C. §330.

Compensation shall not exceed \$5,250.00 for general labor matters, nor exceed \$5,000 for defense of the Robert McKinney OSHA complaint, without further application to the Court.

If insurance coverage for defense costs of the Robert McKinney OSHA complaint becomes available, Debtor will submit Professional's fees to the insurance carrier, reserving the right to pay Professional's fees from the bankruptcy estate if the insurance carrier declines to make payment.

3. This Order shall be effective only if the firm to which it applies does not represent or hold an interest adverse to the estate.

###

I certify that I have complied with the requirements of LBR 9021-1(a)(2)(A).

PRESENTED BY:

/s/Robert J Vanden Bos
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Douglas R. Ricks, OSB #044026
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The foregoing was served on all CM/ECF participants through the Court's Case Management/Electronic Case File system.